

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS

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MELISSA SOLANO and CEIL STEARMAN)
)
 Plaintiffs,)
)
 - against -)
)
ROLLING STONE LLC,)
)
 Defendant.)
)
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Case No. 08 CV 3909

**DECLARATION OF CAMP SHROPSHIRE IN SUPPORT OF
DEFENDANT'S MOTION TO DISMISS OR, IN THE ALTERNATIVE,
FOR SUMMARY JUDGMENT**

I, CAMP SHROPSHIRE, declare as follows:

1. I am the Consumer Marketing Director of Wenner Media LLC, responsible for retail sale and distribution of *Rolling Stone* magazine (the "Magazine"), which is owned and published by defendant Rolling Stone LLC ("Defendant"). I submit this affidavit in support of Defendant's motion to dismiss the complaint or, in the alternative, for summary judgment, in the above-captioned action. I have personal knowledge of the facts in the declaration and if called as a witness would be competent to testify on such matters.
2. A new issue of the Magazine is released every two weeks ("Regular Issues"), with the exception of double issues and other special issues.
3. Quick and efficient distribution of each issue is essential to the Magazine's success. Effective distribution of the Magazine requires adherence to a strict and regular schedule. The schedule is virtually the same for every Regular Issue that is released.
4. Every Regular Issue of the Magazine is assigned an official on-sale date, which

always falls on a Friday (the “On-Sale Date”). Since the Magazine is published every other week, the on-sale date for Regular Issues falls every other Friday. By the end of the day of the On-Sale Date, the Magazine is widely available to the public, including in the Chicago area. The issue also has a date listed on the cover (the “Cover Date”), which is thirteen days after the On-Sale Date. While not without exception, the Cover Date is generally the last date the issue is widely available for sale because the next day is the On-Sale Date of the next Regular Issue and the new issue is naturally substituted for the old.

5. For each Regular Issue, printing begins at midnight on the Saturday prior to the official On-Sale Date. Starting at 11:30 P.M. on that Saturday and ending at 12:00 A.M. the following Monday, all copies of the new issue are shipped from the printing plant to the Magazine’s wholesalers, which in turn distribute the issues to retail outlets throughout the country, such as drugstores, bookstores, grocery stores, mass merchandisers and other outlets.

6. The very first retail copies are on sale and available for purchase on the Wednesday following printing. By the end of Friday, the On-Sale Date, the Magazine is widely available for sale to the public, including in the Chicago area. That Friday is also the scheduled day for subscription copies of the issue to be mailed to subscribers.

7. Every Regular Issue of the Magazine follows the schedule described above, although the exact percentage of copies that have been distributed to retail outlets day-by-day may vary by a few percentage points from issue to issue. This variance is minor.

8. Attached hereto as Exhibit A is a true and accurate copy of the production schedule for the Magazine for the year 2007 (“2007 Production Schedule”).

9. Issue RS 1027 was a Regular Issue with an official On-Sale Date of Friday, May 18, 2007 and a Cover Date of May 31, 2007. *See* 2007 Production Schedule. It began printing at


midnight on Saturday May 12, 2007, and was shipped to wholesalers between 11:30 P.M. on Saturday, May 12, 2007 and 12:00 A.M. Monday, May 14, 2007. The first issues hit newsstands on Wednesday, May 16, 2007. By the end of the day on Friday, May 18, 2007, the issue was widely available for sale to the public, including in the Chicago area. Subscription copies of the issue were scheduled to be mailed to subscribers on May 18, 2007.

10. Reports from retailers establish that starting on May 17, 2007, Issue RS 1027 was actually being sold to the public. Attached hereto as Exhibit B is a true and accurate copy of a chart showing actual sales of issue RS 1027 in Barnes & Noble and Wal-Mart stores nationally and in the Chicago area. The chart lists what percentage of their sales of RS 1027 these stores did, day by day, between May 17, 2007 (the day these stores began receiving the issue) and May 30, 2007.

11. Approximately 1,700,000 copies of issue RS 1027 were distributed nationally to retail outlets and subscribers in total.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 7, 2008.


Camp Shropshire

CERTIFICATE OF SERVICE

This is to certify that I have this date caused to be served a true and correct copy of the foregoing *Declaration of Camp Shropshire in Support of Defendant's Motion to Dismiss or, In the Alternative, for Summary Judgment* on:

Steven A. Sigmond
The Law Offices of Steven A. Sigmond
354 N. Canal
Suite 1208
Chicago, IL 60606
E-mail: steve@siglaw.com

via messenger delivery and via electronic mail on August 8, 2008.

/Steven L. Baron/
Steven L. Baron

EXHIBIT A

Date: 8/7/2008

Rolling Stone Production Schedule Form

Title: Rolling Stone
 Bupad: 08962
 Publisher: Wenner Media
 Year: 2007

Cover Date	Issue #	Issue Code (Six Digits)	Allocation Date	O&R Date	Print Order Due Date	SIP (Shipping) Due Date	Primary Transit Date	On Sale Date	Off Sale Date	Days on Sale	US Cover	Can Cover	UPC Bupad US	UPC Bupad Canada
25-Jan	1018	2007-04	12/27/06	12/20/06	12/25/06	12/26/06	1/8/07	1/12/07	1/26/07	14	\$4.50	\$5.50	75470-08962	75470-08962
8-Feb	1019	2007-06	1/10/07	1/3/07	1/8/07	1/9/07	1/22/07	1/26/07	2/9/07	14	\$4.50	\$5.50	75470-08962	75470-08962
22-Feb	1020	2007-08	1/24/07	1/17/07	1/22/07	1/23/07	2/5/07	2/9/07	2/23/07	14	\$4.50	\$5.50	75470-08962	75470-08962
8-Mar	1021	2007-10	2/7/07	1/31/07	2/5/07	2/6/07	2/20/07	2/23/07	3/9/07	14	\$4.50	\$5.50	75470-08962	75470-08962
22-Mar	1022	2007-14	2/21/07	2/14/07	2/19/07	2/20/07	3/5/07	3/9/07	3/23/07	14	\$4.50	\$5.50	75470-08962	75470-08962
5-Apr	1023	2007-15	3/7/07	2/28/07	3/5/07	3/6/07	3/19/07	3/23/07	4/6/07	14	\$4.50	\$5.50	75470-08962	75470-08962
19-Apr	1024	2007-16	3/21/07	3/14/07	3/19/07	3/20/07	4/2/07	4/6/07	4/20/07	14	\$4.50	\$5.50	75470-08962	75470-08962
3-May - 17-May	1025/1026	2007-20	4/4/07	3/28/07	4/2/07	4/3/07	4/16/07	4/20/07	5/18/07	28	\$6.95	\$7.95	74470-08962	74470-08962
31-May	1027	2007-22	5/2/07	4/25/07	4/30/07	5/1/07	5/14/07	5/18/07	6/1/07	14	\$4.50	\$5.50	75470-08962	75470-08962
14-Jun	1028	2007-24	5/16/07	5/9/07	5/14/07	5/15/07	5/29/07	6/1/07	6/15/07	14	\$4.50	\$5.50	75470-08962	75470-08962
28-Jun	1029	2007-26	5/30/07	5/23/07	5/28/07	5/29/07	6/11/07	6/15/07	6/29/07	14	\$4.50	\$5.50	75470-08962	75470-08962
Jul-12 - Jul-26	1030/1031	2007-30	6/13/07	6/6/07	6/11/07	6/12/07	6/25/07	6/29/07	7/27/07	28	\$6.95	\$7.95	74470-08962	74470-08962
9-Aug	1032	2007-32	7/11/07	7/4/07	7/9/07	7/10/07	7/23/07	7/27/07	8/10/07	14	\$4.50	\$5.50	75470-08962	75470-08962
23-Aug	1033	2007-34	7/25/07	7/18/07	7/23/07	7/24/07	8/6/07	8/10/07	8/24/07	14	\$4.50	\$5.50	75470-08962	75470-08962
6-Sep	1034	2007-36	8/8/07	8/1/07	8/6/07	8/7/07	8/20/07	8/24/07	9/7/07	14	\$4.50	\$5.50	75470-08962	75470-08962
20-Sep	1035	2007-38	8/22/07	8/15/07	8/20/07	8/21/07	9/4/04	9/7/07	9/21/07	14	\$4.50	\$5.50	75470-08962	75470-08962
4-Oct	1036	2007-40	9/5/07	8/29/07	9/3/07	9/4/07	9/17/07	9/21/07	10/5/07	14	\$4.50	\$5.50	75470-08962	75470-08962
18-Oct	1037	2007-42	9/19/07	9/12/07	9/17/07	9/18/07	10/1/07	10/5/07	10/19/07	14	\$4.50	\$5.50	75470-08962	75470-08962
1-Nov	1038	2007-44	10/3/07	9/26/07	10/1/07	10/2/07	10/15/07	10/19/07	11/2/07	14	\$4.50	\$5.50	75470-08962	75470-08962
15-Nov	1039	2007-46	10/17/07	10/10/07	10/15/07	10/16/07	10/29/07	11/2/07	11/16/07	14	\$6.95	\$7.95	74470-08962	74470-08962
29-Nov	1040	2007-48	10/31/07	10/24/07	10/29/07	10/30/07	11/12/07	11/16/07	11/30/07	14	\$4.50	\$5.50	75470-08962	75470-08962
13-Dec	1041	2007-50	11/14/07	11/7/07	11/12/07	11/13/07	11/26/07	11/30/07	12/14/07	14	\$4.50	\$5.50	75470-08962	75470-08962
Dec-27 - Jan-10	1042/1043	2008-02	11/28/07	11/21/07	11/26/07	11/27/07	12/10/07	12/14/07	1/11/08	28	\$5.95	\$6.95	73361-08962	73361-08962

EXHIBIT B

Rolling Stone Issue RS 1027

Percent Sales by Day

Barnes & Noble and WalMart

Date	Chicago Area	National
05/17/07	2%	1%
05/18/07	7%	9%
05/19/07	13%	11%
05/20/07	10%	8%
05/21/07	6%	7%
05/22/07	8%	7%
05/23/07	5%	7%
05/24/07	8%	7%
05/25/07	10%	9%
05/26/07	8%	9%
05/27/07	7%	7%
05/28/07	7%	6%
05/29/07	5%	6%
05/30/07	4%	6%
TOTAL	100%	100%